

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Hello Nostrand LLC,

Debtor.

Chapter 11

Case No. 24-22192 (SHL)

SUGGESTION OF BANKRUPTCY

PLEASE TAKE NOTICE that on March 7, 2024 (the “Petition Date”), JJ Arch LLC filed a voluntary petition (attached hereto as Schedule 1) for relief under subchapter V of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Southern District of New York under Case No. 24-10381, before the Hon. John P. Mastando III.

PLEASE TAKE FURTHER NOTICE that, pursuant to section 362(a) of the Bankruptcy Code, the automatic stay prevents all parties from, *inter alia*, commencing or continuing any pre-petition litigation, taking any action to obtain possession or control over the property of the debtor’s estate, or taking any action to enforce or collect a judgment.

Dated: March 9, 2024
New York, New York

GRIFFIN LLP

/s/ Scott A. Griffin

Scott A. Griffin

420 Lexington Avenue, Suite 400

New York, New York 10170

Telephone: (646) 998-5580

Facsimile: (646) 998-8284

*Proposed Counsel for the Debtor and
Debtor in Possession, JJ Arch LLC*

SCHEDULE 1

Fill in this information to identify the case:

United States Bankruptcy Court for the:

SOUTHERN District of NEW YORK
(State)

Case number (if known): _____ Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. **Debtor's name** JJ Arch LLC

2. **All other names debtor used in the last 8 years** _____
Include any assumed names, trade names, and *doing business* as names _____

3. **Debtor's federal Employer Identification Number (EIN)** 8 2 - 3 6 1 4 2 5 1

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>88 University Place</u> Number Street	_____ Number Street
	<u>2nd Floor</u>	_____ P.O. Box
	<u>New York, NY 10003-4566</u> City State ZIP Code	_____ City State ZIP Code
	<u>New York</u> County	Location of principal assets, if different from principal place of business _____ Number Street
		_____ City State ZIP Code

5. **Debtor's website (URL)** https://archcorealestate.com/

Debtor JJ Arch LLC Case number (if known) _____
Name

6. Type of debtor

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

5 3 1 3

8. Under which chapter of the Bankruptcy Code is the debtor filing?

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. *Check all that apply:*

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- ☐ Chapter 12

Debtor JJ Arch LLC Case number (if known) _____
Name

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

☒ No

☐ Yes. District _____ When _____ Case number _____
MM / DD / YYYY

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____
MM / DD / YYYY

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

☒ No

☐ Yes. Debtor _____ Relationship _____

District _____ When _____
MM / DD / YYYY

List all cases. If more than 1, attach a separate list.

Case number, if known _____

11. Why is the case filed in this district?

Check all that apply:

☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other _____

Where is the property?

Number _____ Street _____

City _____ State ZIP Code _____

Is the property insured?

☐ No

☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

Debtor JJ Arch LLC Case number (if known) _____
Name

13. Debtor's estimation of available funds

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
☒ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- ☒ 1-49 ☐ 1,000-5,000 ☐ 25,001-50,000
☐ 50-99 ☐ 5,001-10,000 ☐ 50,001-100,000
☐ 100-199 ☐ 10,001-25,000 ☐ More than 100,000
☐ 200-999

15. Estimated assets

- ☐ \$0-\$50,000 ☒ \$1,000,001-\$10 million ☐ \$500,000,001-\$1 billion
☐ \$50,001-\$100,000 ☐ \$10,000,001-\$50 million ☐ \$1,000,000,001-\$10 billion
☐ \$100,001-\$500,000 ☐ \$50,000,001-\$100 million ☐ \$10,000,000,001-\$50 billion
☐ \$500,001-\$1 million ☐ \$100,000,001-\$500 million ☐ More than \$50 billion

16. Estimated liabilities

- ☐ \$0-\$50,000 ☐ \$1,000,001-\$10 million ☐ \$500,000,001-\$1 billion
☐ \$50,001-\$100,000 ☐ \$10,000,001-\$50 million ☐ \$1,000,000,001-\$10 billion
☒ \$100,001-\$500,000 ☐ \$50,000,001-\$100 million ☐ \$10,000,000,001-\$50 billion
☐ \$500,001-\$1 million ☐ \$100,000,001-\$500 million ☐ More than \$50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 03/07/2024
MM / DD / YYYY

X

/s/ Jeffrey Simpson

Signature of authorized representative of debtor

Jeffrey Simpson

Printed name

Title Managing Member

Debtor JJ Arch LLC
Name
Case number (if known)

18. Signature of attorney

X

/s/ Scott A. Griffin

Date 03/07/2024

Signature of attorney for debtor

MM / DD / YYYY

Scott A. Griffin

Printed name

Griffin LLP

Firm name

420 Lexington Avenue, Suite 400

Number Street

New York

NY

10170

City

State

ZIP Code

646-998-5580

sgiffin@grifflegal.com

Contact phone

Email address

4594081

NY

Bar number

State

GRIFFIN LLP

420 Lexington Avenue, Suite 400
New York, New York 10170
Telephone: (646) 998-5580
Facsimile: (646) 998-8284
Scott A. Griffin

*Proposed Counsel for the Debtor
and Debtor in Possession*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re: :
: Chapter 11
: (Subchapter V)
JJ ARCH LLC, :
: Case No. 24-_____ ()
Debtor.¹ :
:
-----X

**DECLARATION OF JEFFREY SIMPSON
IN COMPLIANCE WITH 11 U.S.C. § 1116(1)(B)**

I, Jeffrey Simpson, hereby declare under penalty of perjury that the following is true to the best of my knowledge, information and belief: no statement of operations, cash flow statement, balance sheet, or profit and loss statement has been prepared for the Debtor for the years ended 2022 and 2023.²

Dated: March 7, 2024

/s/ Jeffrey Simpson

Jeffrey Simpson
Managing Member
JJ Arch LLC

¹ The last four digits of the Debtor's federal tax identification number are 4251.

² Upon information and belief, the Debtor's last filed federal tax return was for the tax year 2021.

**WRITTEN CONSENT OF THE
MANAGING MEMBER OF JJ ARCH LLC**

March 7, 2024

The undersigned, JJ ARCH LLC, a New York limited liability company, (the “Company” or “Arch”), hereby waives the calling, notice and holding of a meeting and, in lieu thereof, acting pursuant to the authority of that certain Limited Liability Company Operating Agreement dated December 11, 2017 and as amended on May 22, 2021 (the “Operating Agreement”), of the Company and the New York Limited Liability Company Law, adopts the following resolutions by written consent, which consent has not been amended, rescinded or modified since its adoption and remains in full force and effect as of the date set forth below:

WHEREAS, the Company organized as a limited liability company pursuant to the Operating Agreement, with Jeffrey Simpson (“Simpson”) as a member and as its manager and with Jared Chassen (“Chassen”) as a member; and

WHEREAS, the Operating Agreement provides, in relevant part, that (i) a member’s “failure to provide substantially all of his business time for the benefit of the Company,” or (ii) upon the occurrence of a “Cause Event”¹ by a member and delivery of written notice of such event to the member by the other member requiring the member to resign, effects a “Resignation” of said member; and

WHEREAS, Section 7.5(a) of the Operating Agreement provides that the Resignation of a Member shall result in the termination of a member’s membership interest in the Company; and

WHEREAS, Chassen has been removed from the Company for, *inter alia*, his conduct and for cause, having effected a Resignation with respect to his status as a member of the Company; and

WHEREAS, as the sole member and the manager of the Company, Simpson has sole and unrestricted authority to make any decision with respect to the filing of a petition for relief on behalf of the Company under chapter 11 of title 11 of the Bankruptcy Code (the “Bankruptcy Code”); and

WHEREAS, Simpson has had the opportunity to consider each of the strategic alternatives available to the Company; and

I. Chapter 11 Filing

NOW, THEREFORE, BE IT RESOLVED, that in the judgment of Simpson, it is desirable and in the best interests of Arch, its creditors and other parties in interest, that Arch file or cause to be filed a voluntary petition for relief (the “Chapter 11 Case”) under the provisions of

¹ Capitalized terms used herein, but not otherwise defined, shall have the meanings ascribed to them in the Operating Agreement.

the Bankruptcy Code with the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”); and be it

FURTHER RESOLVED, that Simpson, as the managing member of Arch (the “Authorized Officer”), is authorized, empowered, and directed to execute and file, on behalf of Arch, all petitions, schedules, lists and other motions, papers or documents, and to take any and all actions that he deems necessary or proper to obtain such relief, including, without limitation, any action necessary to maintain the ordinary course operation of Arch’s business; and be it

II. Retention of Advisors

FURTHER RESOLVED, that the Authorized Officer be, and he hereby is, authorized and directed to employ the law firm of Griffin LLP as general bankruptcy counsel to represent and assist Arch in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance Arch’s rights and obligations, including filing any pleadings; and in connection therewith, the Authorized Officer is hereby authorized and directed to execute appropriate retention agreements, and cause to be filed an appropriate application for authority to retain the services of Griffin LLP; and be it

FURTHER RESOLVED, that the Authorized Officer be, and he hereby is, authorized and directed to employ any other professionals to assist Arch in carrying out its duties under the Bankruptcy Code; and in connection therewith, the Authorized Officer is hereby authorized and directed to execute appropriate retention agreements, and cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary; and be it

III. Further Actions and Prior Actions

FURTHER RESOLVED, that in addition to the specific authorizations heretofore conferred upon the Authorized Officer, or his designees shall be, and each of them, acting alone, hereby is, authorized, empowered, and directed, in the name of, and on behalf of Arch to take or cause to be taken any and all such further actions, to execute and deliver any and all such agreements, certificates, instruments and other documents and to pay all expenses, including filing fees, in each case as in such Authorized Party’s or Authorized Officer’s judgment shall be necessary or desirable to fully carry out the intent and accomplish the purposes of the resolutions adopted herein; and be it

FURTHER RESOLVED, that all acts, actions and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of Arch, which acts would have been approved by the foregoing resolutions except that such acts were taken before the adoption of these resolutions, are hereby in all respects approved and ratified as the true acts and deeds of Arch with the same force and effect as if each such act, transaction, agreement or certificate had been specifically authorized in advance by resolution and that the Authorized Officer did execute the same.

IN WITNESS WHEREOF, the undersigned now constituting the sole member and manager of JJ Arch LLC has executed this Written Consent effective as of the date first set forth above.

JJ ARCH LLC

/s/ Jeffrey Simpson
Name: Jeffrey Simpson
Its: Managing Member

Fill in this information to identify the case:

Debtor name **JJ Arch LLC**
United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**
Case number (if known): _____

☐ Check if this is an
amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor ¹ and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Adam Leitman Bailey, P.C. One Battery Park Plaza 18th Floor New York, NY 10004 Bailey, P.C.	Adam Leitman Bailey alb@alblawfirm.com 212-825-0365	Professional Services				\$128,353.00
A.Y. Strauss 535 Fifth Avenue 4th floor New York, NY 10017	Aaron Strauss 646-374-0255 ays@aystrauss.com	Professional Services				\$6,074.05
Geico 1 Geico Blvd. Fredricksburg, VA 22412	800-424-3426	Trade Debt				\$166.63
Intuit Inc. (Quickbooks) 2700 Coast Avenue Mountain View, CA 94043	800-446-8848	Trade Debt				\$217.75
State Farm Insurance Companies Insurance Support Center - East P.O Box 588002 North Metro, GA 30029	800-440-0998	Trade Debt				\$1,295.93
Verizon 1095 Avenue of the Americas New York, NY	833-837-4966	Trade Debt				\$143.32

**United States Bankruptcy Court
Southern District of New York**

In re JJ Arch LLC

Debtor(s)

Case No.
Chapter

11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
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See Schedule 1

SCHEDULE 1

Name of Equity Interest Holder	Last Known Address of Equity Interest Holder	Kind of Interest	Total Number of Interests Held
Jeffrey Simpson	1055 Park Avenue, #4 New York, NY 10028	Membership Interests	100% ¹

¹ Jared Chassen of 55 Manor Pond Lane, Irvington, NY 10533, previously owned a 49.9% membership interest in the Debtor JJ Arch LLC (“JJ Arch”). Mr. Chassen, however, was deemed to have resigned as a member of JJ Arch, as of August 5, 2023, pursuant to the definition of “Resignation” as set forth in the Limited Liability Operating Agreement of JJ Arch LLC, dated December 11, 2017, as amended and restated on May 22, 2021, (the “Operating Agreement”), and Section 7.5 of the Operating Agreement. Accordingly, Mr. Simpson currently owns 100% of the equity interests in the Debtor.

GRIFFIN LLP

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Telephone: (646) 998-5580
Facsimile: (646) 998-8284
Scott A. Griffin

*Proposed Counsel for the Debtor
and Debtor in Possession*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
:
In re: : Chapter 11
: (Subchapter V)
:
JJ ARCH LLC, :
: Case No. 24-____ ()
Debtor.¹ :
:
-----X

**CORPORATE OWNERSHIP STATEMENT OF JJ ARCH LLC
PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE
1007(a)(1) AND 7007.1 AND LOCAL RULE OF BANKRUPTCY PROCEDURE 1007-3**

Pursuant to Rule 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, and Rule 1007-3 of the Local Bankruptcy Rules for the Southern District of New York, and to enable the Judges to evaluate possible disqualifications or recusals, on behalf of JJ Arch LLC (the “Debtor”), the undersigned authorized officer represents as follows:

A. Ownership of the Debtor’s Equity Interests.

Jeffrey Simpson owns 100% of the equity interests in the Debtor.²

B. The Debtor’s Ownership of Equity Securities, Partnership Interests and Joint Venture Interest.

The Debtor does not directly or indirectly own 10% or more of any class of equity interests in any corporation whose securities are publicly traded. The Debtor does not own an

¹ The last four digits of the Debtor’s federal tax identification number are 4251.

² Jared Chassen of 55 Manor Pond Lane, Irvington, NY 10533, previously owned a 49.9% membership interest in the Debtor. Mr. Chassen, however, was deemed to have resigned as a member of the Debtor, as of August 5, 2023, pursuant to the definition of “Resignation” as set forth in the Limited Liability Operating Agreement of JJ Arch LLC, dated December 11, 2017, as amended and restated on May 22, 2021, (the “Operating Agreement”), and Section 7.5 of the Operating Agreement. Accordingly, Mr. Simpson currently owns 100% of the equity interests in the Debtor.

interest in any general or limited partnerships or joint ventures. The Debtor owns interests in the following entities: (i) JJ NY Schwenks LLC; (ii) JJ NY 550 LLC; (iii) 225 HPR LLC; (iv) 1640 Montauk LLC; (v) 1640 Motors LLC d/b/a Rever Motors; and (vi) 146 E 89 Borrower 1 LLC.

Fill in this information to identify the case:

Debtor name JJ Arch LLC

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF NEW YORK

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule* _____
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration **Corporate Ownership Statement**

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **March 7, 2024**

☒ **/s/ Jeffrey Simpson**

Signature of individual signing on behalf of debtor

Jeffrey Simpson

Printed name

Managing Member

Position or relationship to debtor